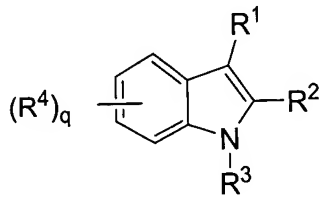
AMENDMENTS TO THE CLAIMS

This listing of Claims will replace all prior versions, and listings, of claims in the application:

Listing of Claims:

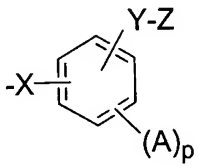
1. (original) A compound of formula I:



I

or a pharmaceutically acceptable salt thereof, wherein:

R^1 is



wherein X is selected from the group consisting of a bond, O, $S(O)_n$, CO, CH_2, $CH(CH_3)$, $C(CH_3)_2$, and C_{3-6}cycloalkylidene;

Y is selected from the group consisting of -CH=CH-, -CH(OH)CH(OH)-, $-OCR^7R^{8-}$, $-SCR^7R^{8-}$, and $-CH_2CR^5R^{6-}$;

Z is selected from the group consisting of $-CO_2H$ and tetrazole;

A is selected from the group consisting of H, C_{1-4} alkyl, C_{1-4} alkenyl, $-OC_{1-4}$ alkyl, and halogen, wherein alkyl, alkenyl, and Oalkyl are optionally substituted with 1-5 halogens;

R^5, R^6, R^7, and R^8 are each independently selected from the group consisting of H, halogen, C_1-C_5 alkyl, OC_1-C_5 alkyl, C_2-C_5 alkenyl, OC_2-C_5 alkenyl, C_{3-6} cycloalkyl, $(CH_2)_{0-2}$phenyl, $-O(CH_2)_{0-2}$phenyl and CO_2H, wherein C_1-C_5 alkyl, OC_1-C_5 alkyl, C_2-C_5 alkenyl, OC_2-C_5 alkenyl, C_{3-6} cycloalkyl, and phenyl are optionally substituted with 1-5 halogens, and C_{3-6} cycloalkyl and phenyl are further optionally substituted with 1-3 groups independently selected from C_1-C_3 alkyl and OC_1-C_3 alkyl, said C_1-C_3 alkyl and OC_1-C_3 alkyl being optionally substituted with 1-3 halogens;

Or alternatively R^7 and R^8 may be connected to form a C_3-C_6 cycloalkyl group, said C_3-C_6 cycloalkyl being optionally substituted with 1-3 halogens;

Or alternatively,when Y is OCR^7R^8, R^8 may optionally be a 1-2-carbon bridge connected to the phenyl ring at the position ortho to Y, thereby yielding a 5 or 6-membered heterocyclic ring fused to the phenyl ring;

R^2 is C_1-C_4 alkyl, which is optionally substituted with 1-5 halogens;

R^3 is selected from the group consisting of 3-benzisoxazolyl, 3-benzisothiazolyl, and 3-benzpyrazolyl, wherein R^3 is optionally substituted with 1-3 groups independently selected from halogen, C_{1-3}alkyl, and OC_{1-3}alkyl, wherein C_{1-3}alkyl and OC_{1-3}alkyl are optionally substituted with 1-5 halogens;

Each R^4 is independently selected from the group consisting of halogen, C_1-C_3 alkyl, and OC_1-C_5 alkyl, wherein C_1-C_3 alkyl and OC_1-C_5 alkyl are optionally substituted with 1-5 halogens;

n is an integer from 0-2;
p is an integer from 0-3; and
q is an integer from 0-3.

2. (original) A compound according to Claim 1, wherein q is an integer from 1-3.

3. (original) A compound according to Claim 1, wherein

X is selected from the group consisting of a bond, O, $S(O)_n$, CH_2, and C_3-$_6$cycloalkylidene;

Y is selected from the group consisting of OCR^7R^8 and $CH_2CR^5R^6$;

Z is selected from CO_2H and tetrazole;

A is selected from the group consisting of H, CH_3, CF_3, OCH_3, OCF_3, and halogen;

R^5, R^6, and $R^7$are each independently selected from the group consisting of H, halogen, C_1-C_3 alkyl, and OC_1-C_3 alkyl, and R^8 is selected from the group consisting of halogen, C_1-C_3 alkyl, and OC_1-C_3 alkyl, wherein C_1-C_3 alkyl and OC_1-C_3 alkyl of R^5, R^6, R^7 , and R^8 are optionally substituted with 1-3 halogens;

R^2 is C_1-C_3 alkyl;

R^3 is selected from the group consisting of 3-benzisoxazolyl, 3-benzisothiazolyl, and 3-benzpyrazolyl, wherein R^3 is optionally substituted with 1-3 groups independently selected from halogen, OCH_3, OCF_3, CH_3, and CF_3;

Each group R^4 is selected from OCH_3, OCF_3, and CF_3; and

p is 1.

4. (original) A compound according to Claim 3, wherein R^5, R^6, and $R^7$are each independently selected from the group consisting of H, halogen, C_1-C_3 alkyl, and OC_1-C_3 alkyl, and R^8 is selected from the group consisting of halogen, C_1-C_3 alkyl, and OC_1-C_3 alkyl; and q is an integer from 1-3.

5. (original) A compound according to Claim 3, wherein

X is selected from the group consisting of O, $S(O)_n$, and CH_2;

Y is selected from the group consisting of OCR^7R^8 and $CH_2CR^5R^6$;

Z is CO_2H;

A is selected from the group consisting of H, CH_3, CF_3, OCH_3, OCF_3, and halogen;

R^5 is H;

R^6 is selected from H and OC_1-C_3 alkyl, which is optionally substituted with 1-3 halogens;

R^7 is selected from the group consisting of H and C_1-C_3 alkyl;

R^8 is C_1-C_3 alkyl;

R^2 is C_1-C_3 alkyl; and

R^3 is selected from the group consisting of 3-benzisoxazolyl, 3-benzisothiazolyl, and 3-benzpyrazolyl, wherein R^3 is optionally substituted with 1 group independently selected from halogen, OCH_3, OCF_3, CH_3, and CF_3.

6. (original) A compound according to Claim 5, wherein q is 1.

7. (original) A compound according to Claim 2, wherein Y is OCR^7R^8; R^7 is selected from the group consisting of H and C_1-C_3 alkyl; and R^8 is C_1-C_3 alkyl.

8. (original) A compound according to Claim 2, wherein R^2 is CH_3.

9. (original) A compound according to Claim 2, wherein Z is CO_2H.

10. (original) A compound according to Claim 2, wherein R^3 is 3-benzisoxazolyl, which is optionally substituted with 1-3 substituents independently selected from halogen, OCH_3, OCF_3, CH_3, and CF_3.

11. (original) A compound according to Claim 4, wherein R^3 is 3-benzisoxazolyl, which is optionally substituted with 1 substituent selected from halogen, OCH_3, OCF_3, and CF_3.

12. (original) A compound according to Claim 5, wherein

X and YZ are meta to each other on the phenyl ring of R^1;

R^4 is selected from OCH_3, OCF_3, and CF_3;

X is selected from O and CH_2;

Y is $OC^*R^7R^8$, wherein R^7 is H and R^8 is C_1-C_3 alkyl;

R^2 is CH3; and

R^3 is 3-benzisoxazolyl, which is optionally substituted with 1 substituent selected from halogen, OCH_3, OCF_3, and CF_3.

13. (original) A compound according to Claim 12, wherein q is 1.

14. (original) A compound according to Claim 13, wherein the asymmetric C* carbon of Y has the R configuration.

15. (original) A compound according to Claim 13, wherein the asymmetric C* carbon of Y has the S configuration.

16. (original) A compound according to Claim 1 as named below, or a pharmaceutically acceptable salt thereof:

1	2-(3-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]methyl}phenoxy)propanoic acid
2	2-(3-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]oxy}phenoxy)propanoic acid
3	(2S)-2-(3-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]methyl}phenoxy)propanoic acid
4	(2S)-2-(3-{[1-(6-methoxy-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]methyl}phenoxy)propanoic acid
5	(2R)-2-(3-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]methyl}phenoxy)propanoic acid
6	(2S)-2-(3-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]methyl}phenoxy)-4-phenylbutanoic acid
7	2-(3-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]methyl}phenoxy)-2-methylpropanoic acid
8	(2S)-2-(3-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(pentyloxy)-1H-indol-3-yl]methyl}phenoxy)propanoic acid
9	3-(3-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]oxy}phenyl)propanoic acid
10	3-(3-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]oxy}phenyl)-2-(2,2,2-trifluoroethoxy)propanoic acid
11	(2S)-2-(3-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]oxy}phenoxy)propanoic acid
12	(2R)-2-(3-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]oxy}phenoxy)propanoic acid
13	(2S)-2-(3-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(2,2,2-trifluoroethoxy)-1H-indol-3-yl]methyl}phenoxy)propanoic acid
14	3-(3-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]oxy}phenyl)-2-ethoxypropanoic acid
15	3-(3-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]oxy}phenyl)-2-(4-fluorophenoxy)propanoic acid
16	(2S)-2-(3-{1-[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]cyclopropyl}phenoxy)propanoic acid

17	3-(3-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]methyl}phenyl)-2-ethoxypropanoic acid
18	3-(3-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]methyl}phenyl)-2-(2,2,2-trifluoroethoxy)propanoic acid
19	3-(3-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]methyl}phenyl)propanoic acid
20	(2S)-2-(4-chloro-3-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]oxy}phenoxy)propanoic acid
21	3-(3-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]methyl}phenyl)-2-phenoxypropanoic acid
22	3-(3-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]methyl}phenyl)-2-(4-fluorophenoxy)propanoic acid
23	(2S)-2-(3-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]thio}phenoxy)propanoic acid
24	(2S)-2-(3-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]sulfinyl}phenoxy)propanoic acid
25	(2S)-2-(3-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]sulfonyl}phenoxy)propanoic acid
26	(2S)-2-(2-chloro-5-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]oxy}phenoxy)propanoic acid
27	(2S)-2-(2-allyl-5-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]oxy}phenoxy)propanoic acid
28	(2S)-2-(2-allyl-3-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]oxy}phenoxy)propanoic acid
29	(2S)-2-(3-chloro-5-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]oxy}phenoxy)propanoic acid
30	(2S)-2-(5-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]methyl}-2-fluorophenoxy)propanoic acid
31	(2R)-2-(5-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]methyl}-2-fluorophenoxy)propanoic acid
32	(2S)-2-(3-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]oxy}-4-propylphenoxy)propanoic acid

33	(2R)-2-(3-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]oxy}-4-propylphenoxy)propanoic acid
34	7-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]oxy}chromane-2-carboxylic acid
35	7-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]oxy}-2-ethylchromane-2-carboxylic acid
36	(2R)-2-(2-chloro-5-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]oxy}phenoxy)propanoic acid
37	(3-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]thio}phenoxy)acetic acid
38	(2S)-2-(3-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]thio}phenoxy)butanoic acid
39	(2R)-2-(3-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]thio}phenoxy)butanoic acid
40	(2S)-2-(3-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]methyl}-4-fluorophenoxy)propanoic acid
41	(2R)-2-(3-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]methyl}-4-fluorophenoxy)propanoic acid
42	(2R)-2-(2-chloro-5-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]oxy}phenoxy)butanoic acid
43	(2-chloro-5-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]oxy}phenoxy)acetic acid
44	2-(2-chloro-5-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]oxy}phenoxy)-3-methylbutanoic acid
45	(2S)-2-(4-chloro-3-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]oxy}phenoxy)butanoic acid
46	(2R)-2-(4-chloro-3-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]oxy}phenoxy)butanoic acid
47	2-(4-chloro-3-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]oxy}phenoxy)-3-methylbutanoic acid
48	(2S)-2-(3-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]oxy}-4-fluorophenoxy)propanoic acid

49	(2S)-2-(5-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]oxy}-2-fluorophenoxy)propanoic acid
50	(2R)-2-(5-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]oxy}-2-fluorophenoxy)propanoic acid
51	(2S)-2-(5-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]oxy}-2-fluorophenoxy)butanoic acid
52	(2R)-2-(5-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]oxy}-2-fluorophenoxy)butanoic acid
53	2-(4-chloro-3-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]oxy}phenoxy)pentanoic acid
54	2-(4-chloro-3-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]oxy}phenoxy)pentanoic acid
55	(2S)-2-(3-{[1-(6-chloro-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]oxy}-4-fluorophenoxy)butanoic acid
56	(2S)-2-(4-chloro-3-{[1-(6-methoxy-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]oxy}phenoxy)propanoic acid
57	(2S)-2-(4-fluoro-3-{[1-(6-methoxy-1,2-benzisoxazol-3-yl)-2-methyl-5-(trifluoromethoxy)-1H-indol-3-yl]oxy}phenoxy)butanoic acid

17. (original) A pharmaceutical composition comprising a compound of Claim 1, or a pharmaceutically acceptable salt thereof, and a pharmaceutically acceptable carrier.

18. (canceled)

19. (original) A method of treating one or more diseases, disorders, or conditions selected from the group consisting of (1) non-insulin dependent diabetes mellitus (NIDDM), (2) hyperglycemia, (3) low glucose tolerance, (4) insulin resistance, (5) obesity, (6) lipid disorders, (7) dyslipidemia, (8) hyperlipidemia, (9) hypertriglyceridemia, (10) hypercholesterolemia, (11) low HDL levels, (12) high LDL levels, (13) atherosclerosis and its sequelae, (14) vascular restenosis, (15) irritable bowel syndrome, (16) inflammatory bowel disease, (17) Crohn's disease, (18) ulcerative colitis, (19) abdominal obesity, (20) retinopathy, (21) psoriasis, (22) high blood pressure, (23) metabolic syndrome, (24) ovarian hyperandrogenism (polycystic ovarian syndrome), and other diseases, disorders or conditions where insulin resistance is a component, said method comprising the administration of an effective amount of a compound of Claim 1, or a pharmaceutically acceptable salt thereof.

20. (original) A method for treating non-insulin dependent (Type 2) diabetes mellitus in a patient in need of such treatment which comprises administering to said patient a therapeutically effective amount of a compound of Claim 1.

21-28. (canceled)

29. (currently amended) A pharmaceutical composition comprising

(1) a compound of Claim 1,

(2) one or more compounds selected from the group consisting of :

(a) PPAR gamma agonists and partial agonists;

(b) biguanides;

(c) protein tyrosine phosphatase-1B (PTP-1B) inhibitors;

(d) dipeptidyl peptidase IV (DP-IV) inhibitors;

(e) insulin or an insulin mimetic;

(f) sulfonylureas;

(g) α-glucosidase inhibitors;

(h) agents which improve a patient's lipid profile, said agents being selected from the group consisting of (i) HMG-CoA reductase inhibitors, (ii) bile acid sequestrants, (iii) nicotinyl alcohol, nicotinic acid or a salt thereof, (iv) PPARα agonists, (v) cholesterol

absorption inhibitors, (~~h~~vi) acyl CoA:cholesterol acyltransferase (ACAT) inhibitors, (~~i~~vii) CETP inhibitors, and (~~j~~viii) phenolic anti-oxidants;

(i) PPARα/γdual agonists,

(j) PPARδ agonists,

(k) antiobesity compounds,

(l) ileal bile acid transporter inhibitors;

(m) anti-inflammatory agents;

(n) glucagon receptor antagonists;

(o) GLP-1;

(p) GIP-1; and

(q) GLP-1 analogs; and

(3) a pharmaceutically acceptable carrier.